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July 13, 2004

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When calling relative to this  
matter, refer to file No. 1180

Honorable James H. Welsh  
Commissioner of Conservation  
Office of Conservation  
P. O. Box 94275  
Baton Rouge, Louisiana 70804-9275

RE: Cotton Valley Sand, Reservoir B  
Gray Sand, Reservoir D  
Cotton Valley Field  
Webster and Bossier Parishes, Louisiana

**APPLICATION FOR PUBLIC HEARING**

Dear Sir:

Will-Drill Production Co., Inc. hereby makes application pursuant to the revised rules of procedure for a public hearing to consider evidence relating to the following matters pertaining to the Cotton Valley Sand, Reservoir B, and the Gray Sand, Reservoir D, in the Cotton Valley Field, Webster Parish, Louisiana:

1. To establish three (3) additional drilling and production units for the exploration for and production of gas and condensate from Cotton Valley Sand, Reservoir B, in the Cotton Valley Field, Webster Parish, Louisiana, to be designated CV RB SUE, CV RB SUF, and CV RB SUG, as outlined on the plat attached hereto and made a part hereof;
2. To establish three (3) additional drilling and production units for the exploration for and production of gas and condensate from Gray Sand, Reservoir D, in the Cotton Valley Field, Webster Parish, Louisiana, to be designated GRAY RD SUE, GRAY RD SUF, and GRAY RD SUG, as outlined on the plat attached hereto and made a part hereof;

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3. To force pool and integrate all of the separately owned tracts, mineral leases and other property interests within the proposed units for the Cotton Valley Sand, Reservoir B, and the Gray Sand, Reservoir D, in accordance with Section 10, Title 30, of the Louisiana Revised Statutes of 1950 with each tract sharing in unit production on a surface acreage basis of participation;
4. To designate unit operators and unit wells as appropriate;
5. To extend existing field rules to the proposed units, except to the extent inconsistent herewith; and
6. To consider and cover such other matters as the Commissioner of Conservation may deem appropriate and necessary under the circumstances.

The Cotton Valley Sand, Reservoir B, in the Cotton Valley Field, Webster and Bossier Parishes, Louisiana, was fully defined in Office of Conservation Order No. 10-HH, effective on and after October 26, 1979.

The Gray Sand, Reservoir D, in the Cotton Valley Field, Webster and Bossier Parishes, Louisiana, was fully defined in Office of Conservation Order No. 10-EE-4, effective on and after October 26, 1979.

Any pertinent data relating to this matter can be obtained at the cost of the requesting party, from Mr. Edward Yarbrough, Franks Petroleum Inc., P. O. Box 7665, Shreveport, Louisiana 71137-7665, telephone number (318) 221-9008.

The attached list includes the names of all Interested Owners, Represented Parties and Interested Parties known to Applicant after a diligent search. A copy of this application, with plat attached, is being sent to each such party. Pursuant to Office of Conservation regulations, such list of parties is being furnished only to the Commissioner of Conservation and to the District Manager of the Shreveport District of the Office of Conservation;

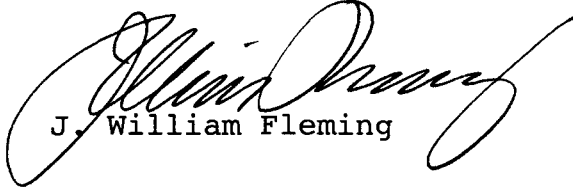
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however, the list of parties will be provided to any person requesting a copy of it. Also enclosed in the original of this letter is the application fee herein.

Yours very truly,

COOK, YANCEY, KING & GALLOWAY



J. William Fleming

jwf:s  
Enclosures

cc: Mr. Jim Broussard, District Manager  
Interested Owners, Represented  
Parties and Interested Parties

